

Kelley Drye & Warren LLP  
James S. Carr, Esq.  
Eric R. Wilson, Esq.  
101 Park Avenue  
New York, New York 10178  
Tel: 212-808-7800  
Fax: 212-808-7987

Attorneys for U.S. Bank National Association,  
As Indenture Trustee

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

---

	)	
In re	)	
	)	Chapter 11
RESIDENTIAL CAPITAL, LLC., <u>et al.</u> ,	)	
	)	Case No. 12-12020 (MG)
Debtors.	)	
	)	Jointly Administered

---

**NOTICE OF APPEARANCE AND DEMAND FOR SERVICE OF PAPERS  
AND REQUEST TO BE ADDED TO MASTER SERVICE LIST**

PLEASE TAKE NOTICE that the undersigned appears in the above-captioned case on behalf of U.S. Bank National Association (“U.S. Bank”), as Indenture Trustee with respect to certain 9.625% Junior Secured Guaranteed Notes Due 2015, a creditor and party in interest in this case. Pursuant to section 1109(b) of the Bankruptcy Code and Bankruptcy Rules 2002 and 9010(b) of the Federal Rules of Bankruptcy Procedure, request is hereby made that the parties identified below be added to the Master Service List and that all notices given or required to be given and all pleadings, motions, applications, and papers served or required to be served in this case by given to and served upon the following address:

Kelley Drye & Warren LLP  
James S. Carr, Esq.  
Eric R. Wilson, Esq.  
101 Park Avenue  
New York, New York 10178  
Tel: 212-808-7800  
Fax: 212-808-7987  
E-mail: [KDWBankruptcyDepartment@kelleydrye.com](mailto:KDWBankruptcyDepartment@kelleydrye.com)

PLEASE TAKE FURTHER NOTICE that pursuant to section 1109(b) of the Bankruptcy Code, the foregoing demand includes not only the notices and papers referred to in the above-mentioned Bankruptcy Rules, but also includes, without limitation, all orders, applications, motions, petitions, pleadings, requests, complaints or demands, whether formal or informal, written or oral, transmitted or conveyed by mail delivery, telephone, facsimile or otherwise, in this case.

This Notice of Appearance and any subsequent appearance, pleading, claim, or suit is not intended nor shall be deemed to waive U.S. Bank's: (i) right to have final orders in non-core matters entered only after *de novo* review by a district court judge; (ii) right to trial by jury in any proceedings so triable herein or in any case, controversy or proceeding related hereto; (iii) right to have the reference withdrawn by the United States District Court in any matter subject to mandatory or discretionary withdrawal; or (iv) other rights, claims, actions, defenses, setoffs or recoupments to which U.S. Bank is or may be entitled under agreements, at law, or in equity, all of which rights, claims, actions, defenses, setoffs, and recoupments expressly are hereby reserved.

Dated: New York, New York  
May 15, 2012

KELLEY DRYE & WARREN LLP

By: /s/ James S. Carr  
James S. Carr, Esq.  
Eric R. Wilson, Esq.  
101 Park Avenue  
New York, New York 10178  
Tel: 212-808-7800  
Fax: 212-808-7897

Attorneys For U.S. Bank National Association,  
As Indenture Trustee